

Electronically Filed March 23, 2023

BRETT A. AXELROD, ESQ.  
Nevada Bar No. 5859  
NICHOLAS A. KOFFROTH, ESQ.  
Admitted *Pro Hac Vice*  
**FOX ROTHSCHILD LLP**  
1980 Festival Plaza Drive, Suite 700  
Las Vegas, Nevada 89135  
Telephone: (702) 262-6899  
Facsimile: (702) 597-5503  
Email: baxelrod@foxrothschild.com  
nkoffroth@foxrothschild.com  
*Counsel for W. Lawrence Patrick*

**UNITED STATES BANKRUPTCY COURT**

**DISTRICT OF NEVADA**

In re

SILVER STATE BROADCASTING, LLC,

- ☐ Affects Silver State Broadcasting, LLC
- ☐ Affects Golden State Broadcasting, LLC
- ☐ Affects Major Market Radio, LLC
- ☒ Affects all Debtors

Case No. BK-21-14978-abl

Jointly Administered with:  
Case No. BK-S-21-14979-abl  
Case No. BK-S-21-14980-abl

Chapter 11

**DECLARATION OF  
FRED D. HEATHER IN SUPPORT OF  
RECEIVER W. LAWRENCE PATRICK'S  
MOTION FOR ALLOWANCE OF  
ADMINISTRATIVE CLAIM PURSUANT  
TO 11 U.S.C. §§ 503(b)(3)(E), 503(b)(4) &  
543(c)(2)**

Hearing Date: May 1, 2023  
Hearing Time: 1:30 p.m.

I, Fred D. Heather, declare under penalty of perjury as follows:

1. I am a partner at Glaser Weil, LLP ("Glaser Weil"), counsel to W. Lawrence Patrick, in his capacity as the court-appointed receiver (the "Receiver") in the US District Court, California Central District action, *WB Music Corp. et al v. Royce International Broadcasting Corporation et al.* (Case No.: 5:16-cv-00600-JGB-SP).

2. I make this Declaration in support of *Receiver W. Lawrence Patrick's Motion for Allowance of Administrative Claim Pursuant to 11 U.S.C. §§ 503(b)(3)(E), 503(b)(4) & 543(c)(2)* (the "Motion").<sup>1</sup>

3. Except as otherwise indicated herein, this Declaration is based upon my personal knowledge. I am over the age of 18 and am mentally competent. If called upon to testify, I would testify competently to the facts set forth in this Declaration.

4. From July 6, 2020 (the Receiver's Appointment Date) through July 15, 2021 (the "Initial Period"), Glaser Weil, on behalf of the Receiver, incurred \$2,445.86 in expenses \$319,406.25 in professional fees and \$11,828.43 in interest, for a total of \$333,680.54 (the "Initial Compensation"), in connection with assisting the Receiver in carrying out the duties assigned by the District Court to ensure payment of judgments and to serve the interest of other creditors, as well as defending the Receiver against multiple efforts to discharge him prior to the completion of his duties and conducting extensive litigation over the defendant's repeated failures to comply with court orders regarding discovery. The District Court found Glaser Weil's rates to be reasonable and approved the Initial Compensation in its Initial Award Order. *See* Exhibit 5 to the Patrick Declaration.

5. From July 16, 2021 through October 18, 2021 (the "Prepetition Period"), Glaser Weil, on behalf of the Receiver, incurred \$863.25 in expenses and \$71,681.25 in professional fees, for a total of \$72,544.50 (the "Prepetition Compensation"), in connection with opposing defendants' efforts to prematurely discharge the receiver, including proceedings before the Ninth Circuit Court of Appeals. The District Court found Glaser Weil's rates to be reasonable and approved the Prepetition Compensation in its Final Award Order. *See* Exhibit 8 to the Patrick Declaration.

6. From the Petition Date until August 11, 2022 (the "Postpetition Period"), Glaser Weil, on behalf of the Receiver, incurred \$7,425.00 in professional fees (the "Postpetition Compensation"), in connection with the turnover of the Assets, specifically assisting with the following (collectively, the "Turnover"):

- *Receiver's Accounting Pursuant to Order Granting Debtor's Emergency Motion for Turnover [Docket No. 115] [ECF No. 141]*

<sup>1</sup> Capitalized terms not defined herein have the meanings ascribed to them in the Motion.

- *Request for Judicial Notice in Support of Receiver's Accounting Pursuant to Order Granting Debtor's Emergency Motion for Turnover [Docket No. 115] [ECF No. 142]*
- *Declaration of W. Lawrence Patrick in Support of Receiver's Accounting Pursuant to Order Granting Debtor's Emergency Motion for Turnover [Docket No. 115] [ECF No. 148]*

7. The District Court found Glaser Weil's rates to be reasonable and approved the Postpetition Compensation in its Final Award Order. See Exhibit 8 to the Patrick Declaration.

8. All services for which Glaser Weil requests compensation during the Initial Period, the Prepetition Period, and the Postpetition Period (collectively, "All Periods") were performed for or on behalf of the Receiver in furtherance of his duties, including in connection with the Turnover under the Bankruptcy Code.

Period	Fees	Costs	Interest	Total
Initial	\$319,406.25	\$2,445.86	\$11,828.43	<b>\$333,680.54</b>
Prepetition	\$71,682.25	\$863.25	N/A	<b>\$72,544.50</b>
Postpetition	\$7,425.00	\$0.00	N/A	<b>\$7,425.00</b>

9. Glaser Weil maintains records of the time spent by each attorney who rendered professional services to or on behalf of the Receiver during All Periods. These records are maintained in the ordinary course of Glaser Weil's practice. The Requested Compensation is based upon the customary compensation charged by comparably skilled practitioners in cases other than cases under the Bankruptcy Code.

10. The Invoices attached hereto as **Exhibit 1** and **Exhibit 2** contain summaries and daily logs of the fees incurred by Glaser Weil during the Prepetition and Postpetition Periods, respectively. The Invoices attached to the Receiver Initial Accounting contain summaries and daily logs of the fees incurred by Glaser Weil during the Initial Period. See Exhibit 3 to the Patrick Declaration.

11. Glaser Weil performed all necessary professional services and has advised and assisted the Receiver and his professionals in connection with all matters related to the Receivership and the Turnover, as described and narrated in detail in the Invoices attached hereto as **Exhibit 1** and **Exhibit 2**.

12. Glaser Weil believes that every professional has a responsibility to control fees and expenses by providing services in an efficient and effective manner. I review all client billings for

1 reasonableness and make adjustments so that the charges are consistent with the value of the services  
2 provided. Glaser Weil charges hourly rates that are similar to those rates charged by comparable law  
3 firms for similar legal services.

4 13. Glaser Weil and the Receiver believe that the Initial Compensation, the Prepetition  
5 Compensation and the Postpetition Compensation (collectively, the “Glaser Weil Compensation”) is  
6 appropriate, and that the fees are reasonable and necessary in light of the circumstances of the  
7 Chapter 11 Cases and the scope and difficulty of the business and legal issues involved.

8 14. Thus, the reasonable value of the professional services rendered by Glaser Weil to or  
9 on behalf of the Receiver (a) during the Initial Period is \$333,680.54, (b) during the Prepetition Period  
10 is \$72,544.50, and (c) in connection with the Turnover during the Postpetition Period is \$7,425.00.

11 15. In accordance with the factors enumerated in Bankruptcy Code section 503(b)(4),  
12 Glaser Weil and the Receiver respectfully submit that the Glaser Weil Compensation is fair and  
13 reasonable given (a) the complexity of the Chapter 11 Cases, (b) the time expended, (c) the nature  
14 and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable  
15 services in a case other than under this title.

16 I declare under penalty that the foregoing is true and correct to the best of my knowledge,  
17 information and belief.

18 Executed this 23rd day of March 2023 in Los Angeles, California.

19  
20  
21 /s/ Fred D. Heather  
Fred D. Heather  
22  
23  
24  
25  
26  
27  
28

# EXHIBIT 1

LARRY@PATCOMM.COM  
W. LAWRENCE PATRICK

Billing Attorney FDH  
Invoice No. 244542  
Invoice Date August 25, 2021

Client ID: 09897 Matter ID: 0001  
RE: STOLZ RECEIVERSHIP

FOR PROFESSIONAL SERVICES RENDERED THROUGH July 31, 2021

Date	Professional	Narrative	Hours	Amount
<del>07/12/21</del>	<del>RM</del>	<del>Attention to collection of information for Receiver's accounting to the court; call with F. Heather re: same.</del>	<del>1.50</del>	<del>1,350.00</del>
<del>07/13/21</del>	<del>RM</del>	<del>Attention to tasks related to preparation of Receiver's accounting.</del>	<del>0.75</del>	<del>675.00</del>
<del>07/14/21</del>	<del>FDH</del>	<del>Emails regarding accounting.</del>	<del>0.50</del>	<del>487.50</del>
<del>07/15/21</del>	<del>RM</del>	<del>Work on issues related to Receiver's accounting and inquiries from estate creditors.</del>	<del>1.00</del>	<del>900.00</del>
07/16/21	FDH	Work on final accounting issues and related emails.	0.50	487.50
07/16/21	RM	Revise and finalize Receiver's accounting, including drafting of cover pleading; discussions internally and with VCY re: strategy for claiming costs.	2.75	2,475.00
07/19/21	FDH	Work on final accounting submission.	0.50	487.50
07/20/21	RM	Attention to emails from insurer re: Stolz claim.	0.50	450.00
07/22/21	RM	Attention to insurance inquiry; review latest Stolz FCC filing.	1.75	1,575.00
07/23/21	RM	Attention to issues re: satisfaction of judgment; communications with Plaintiffs re: same.	2.75	2,475.00
07/26/21	RM	Draft motion for costs and fees; emails re: court order on same.	4.00	3,600.00
07/27/21	RM	Draft motion for fees and costs; phone calls with creditors' counsel.	3.00	2,700.00
07/27/21	APA	Emails and related conferences regarding litigation strategy with Heather and Miller.	0.75	656.25
07/28/21	RM	Research and draft response to Stolz's counsel's frivolous "fraudulent concealment" meet and confer; emails with counsel for plaintiffs re: same.	0.75	675.00
07/29/21	RM	Draft motion for fees and costs; calls with various	3.25	2,925.00

Date	Professional	Narrative	Hours	Amount
		creditors' counsel re: same; review and respond to purported meet and confer email from Stolz's counsel.		
07/30/21	RM	Draft motion for fees and costs; review filing by Chuck Haas re: same.	3.25	2,925.00

**Total Fees:** 21,431.25 ~~24,843.75~~

**SUMMARY OF PROFESSIONAL SERVICES**

PROFESSIONAL	TYPE	HOURS	HOURLY RATE	AMOUNT
AARON P. ALLAN	Partner	0.75	875.00	656.25
FRED D. HEATHER	Partner	<span style="border: 1px solid red; padding: 2px;">1.00</span> <del>1.50</del>	975.00	<span style="border: 1px solid red; padding: 2px;">975.00</span> <del>1,462.50</del>
RORY MILLER	Partner	<span style="border: 1px solid red; padding: 2px;">22.00</span> <del>25.25</del>	900.00	<span style="border: 1px solid red; padding: 2px;">19,800.00</span> <del>22,725.00</del>
		<u>27.50</u>		<u>24,843.75</u>
		<span style="border: 1px solid red; padding: 2px;">23.75</span>		<span style="border: 1px solid red; padding: 2px;">21,431.25</span>

**DISBURSEMENTS**

Document Scanning	44.10
Document Reproduction	16.50
<b>Sub-Total Disbursements:</b>	<b>60.60</b>

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	<span style="border: 1px solid red; padding: 2px;">5,962.50</span>

**LARRY@PATCOMM.COM**  
**W. LAWRENCE PATRICK**

Billing Attorney FDH  
 Invoice No. 245850  
 Invoice Date September 22, 2021

**Client ID: 09897 Matter ID: 0001**  
**RE: STOLZ RECEIVERSHIP**

**FOR PROFESSIONAL SERVICES RENDERED THROUGH August 31, 2021**

<b>Date</b>	<b>Professional</b>	<b>Narrative</b>	<b>Hours</b>	<b>Amount</b>
08/01/21	RM	Draft motion for fees and supporting documents.	3.00	2,700.00
08/02/21	RM	Finalize and file motion for fees and accounting; review filings by other parties; emails with client and FCC counsel.	3.75	3,375.00
08/03/21	RM	Review VCY and Adli motions claiming against the estate.	1.25	1,125.00
08/10/21	RM	Review oppositions to the fees motions; field calls from interested parties; draft reply.	4.25	3,825.00
08/10/21	RC	Online federal court document pull.	0.25	37.50
08/11/21	RM	Review "supplemental opposition" filed by Stolz; track down rebuttal evidence re: same.	1.00	900.00
08/16/21	RM	Revise, finalize and file reply in support of motion for fees; review voluminous filings by Stolz.	5.75	5,175.00
08/18/21	RM	Review Rule 60 motion filed by defendants.	1.00	900.00
08/19/21	RM	Review Stolz's Rule 60 motion; outline response; communicate with plaintiffs' counsel.	2.00	1,800.00
08/19/21	FDH	Review and analysis of recent filings and strategy.	1.50	1,462.50
08/20/21	RM	Review "sur-opposition" declaration.	1.00	900.00
08/20/21	FDH	Review of filings prep for court, numerous emails.	5.00	4,875.00
08/22/21	FDH	Prep for court hearing and travel to Riverside.	3.50	3,412.50
08/23/21	FDH	Attended court proceeding; travel back to Los Angeles.	4.00	3,900.00
08/23/21	RM	Prepare for, travel to, and attend hearing on motion for fees. Return travel.	3.75	3,375.00
08/24/21	RM	Phone call from counsel for BMI re: estate claims.	0.50	450.00
08/27/21	RM	Attention to transcript ordering issues; review order	3.75	3,375.00



Date	Professional	Narrative	Hours	Amount
		from court on fees; emails to client re: same; draft, finalize and send Rule 11 notice letter; review plaintiffs' Rule 11 letter and motion; emails re: same.		
08/31/21	RM	Review notice of withdrawal; communicate with plaintiffs re: implications and next steps.	0.50	450.00

**Total Fees: 42,037.50**

**SUMMARY OF PROFESSIONAL SERVICES**

PROFESSIONAL	TYPE	HOURS	HOURLY RATE	AMOUNT
RANDY CARLOS	Paralegal	0.25	150.00	37.50
FRED D. HEATHER	Partner	14.00	975.00	13,650.00
RORY MILLER	Partner	31.50	900.00	28,350.00
		45.75		42,037.50

**DISBURSEMENTS**

06/30/2021	VENDOR: AMERICAN EXPRESS; INVOICE#: 063021; DATE: 7/8/2021 - 4/1/21 - 6/30/21 Pacer online case/document access fee	2.30	
08/23/2021	VENDOR: RORY MILLER INVOICE#: 4718610309020022 DATE: 9/2/2021 Mileage; RORY MILLER; PATRICK, W. LAWRENCE - STOLZ RECEIVERSHIP; 118 miles round trip to Riverside (Larry Patrick fees hearing)	66.08	
08/23/2021	VENDOR: RORY MILLER INVOICE#: 4718141309020022 DATE: 9/2/2021 Lunch; RORY MILLER; PATRICK, W. LAWRENCE - STOLZ RECEIVERSHIP; Meal for hearing; RORY MILLER	36.00	
08/23/2021	VENDOR: RORY MILLER INVOICE#: 4718141309020022 DATE: 9/2/2021 Parking; RORY MILLER; PATRICK, W. LAWRENCE - STOLZ RECEIVERSHIP; Parking - motion for fees hearing	4.00	
08/24/2021	VENDOR: RORY MILLER INVOICE#: 4718141309020022 DATE: 9/2/2021 Transcript Fees; RORY MILLER; PATRICK, W. LAWRENCE - STOLZ RECEIVERSHIP; Transcript order fee paid to reporter Myra Ponce	152.28	
<b>Sub-Total Disbursements:</b>			<b>260.66</b>

[REDACTED]

[REDACTED]

[REDACTED]

Client ID: 09897 Matter ID: 0001

Page: 2

LARRY@PATCOMM.COM  
W. LAWRENCE PATRICKBilling Attorney FDH  
Invoice No. 247616  
Invoice Date October 20, 2021Client ID: 09897 Matter ID: 0001  
RE: STOLZ RECEIVERSHIP**FOR PROFESSIONAL SERVICES RENDERED THROUGH September 30, 2021**

Date	Professional	Narrative	Hours	Amount
09/01/21	RM	Follow up communication to opposing counsel re: withdrawal of Rule 60 motion and demand for payment.	0.50	450.00
09/03/21	RM	Attention to latest FCC issues.	0.50	450.00
09/07/21	RM	Emails with opposing counsel re: fees.	0.75	675.00
09/08/21	RM	Email exchanges with opposing counsel re: court award.	0.75	675.00
<b>Total Fees:</b>				<b>2,250.00</b>

**SUMMARY OF PROFESSIONAL SERVICES**

PROFESSIONAL	TYPE	HOURS	HOURLY RATE	AMOUNT
RORY MILLER	Partner	2.50	900.00	2,250.00
		<u>2.50</u>		<u>2,250.00</u>

**DISBURSEMENTS**

08/23/2021	VENDOR: FRED HEATHER INVOICE#: 4743165609241306 DATE: 9/24/2021 Mileage; FRED D. HEATHER; PATRICK, W. LAWRENCE - STOLZ RECEIVERSHIP; HEARING ON RECEIVER'S MOTION FOR FEES	84.79
08/23/2021	VENDOR: FRED HEATHER INVOICE#: 4743165609241306 DATE: 9/24/2021 Lodging; FRED D. HEATHER; PATRICK, W. LAWRENCE - STOLZ RECEIVERSHIP; HEARING ON RECEIVER'S MOTION FOR FEES	450.00

**Sub-Total Disbursements:** 534.79

Client ID: 09897 Matter ID: 0001

Page: 2

RAYY@ CATOMWW.OMW  
E . RAE YNI ON CATYIOIBilling Attorney FDH  
Invoice No. 248849  
Invoice Date November 16, 2021Client ID: 95r5S WatterID: 9998  
YN: VTMRH YNONIENYVUIK

GMY CYMGNVVM AR VNYFIONV YNI DNYND TUYMgs U M3to2eZ187, 9, 8

Date	CZofevv0nal	I aZat0e	UouZv	Amount
10/08/21	RM	Disputes with opposing counsel re: false statements in appellate brief.	0.75	675.00
10/12/21	FDH	Patrick review of notice from FCC and emails re same.	0.50	487.50
10/15/21	FDH	Review of Stolz ex parte application for final accounting, emails and call with Receiver and FCC counsel, analysis of issues and strategy for response.	1.00	975.00
10/15/21	RM	Review Stolz filing re: termination of the receivership; emails re: same.	1.50	1,350.00
10/17/21	RM	Draft opposition to Stolz ex parte.	2.00	1,800.00
10/18/21	RM	Revise, finalize and file opposition to Stolz ex parte.	0.75	675.00
<del>10/20/21</del>	<del>RM</del>	<del>Research Stolz bankruptcy filings; legal research re: effect on receivership.</del>	<del>2.50</del>	<del>2,250.00</del>
<del>10/22/21</del>	<del>RM</del>	<del>Review court order re: Stolz ex parte.</del>	<del>0.50</del>	<del>450.00</del>
<del>10/22/21</del>	<del>FDH</del>	<del>Review of latest filing and court order, review of BK filing, review of article re strategy for receiver, emails re same.</del>	<del>1.50</del>	<del>1,462.50</del>
<del>10/25/21</del>	<del>FDH</del>	<del>Contacted BK lawyers and selected Las Vegas practitioner to assist, emails re same.</del>	<del>1.00</del>	<del>975.00</del>

Total Gev: 5,962.50 ~~88,899.99~~VgWWAY@MG CYMGNVVM AR VNYFIONVCYMGNVVM AR  
FRED D. HEATHER  
RORY MILLERT@CN  
Partner  
PartnerUMgYV  
1.50 4.00  
5.00 8.0012.006.50UMgYR@  
YATN  
975.00  
900.00AWMgI T  
3,900.00 1,462.50  
7,200.00 4,500.0011,100.005,962.50DWbg YVWNVI TV

**Vu2-Total D02uZvementv:** 7.20

[illegible]

# EXHIBIT 2

Client ID: 09897 Matter ID: 0001

Page: 2

W. LAWRENCE PATRICK

LARRY@PATCOMM.COM

Billing Attorney FDH  
 Invoice No. 254150  
 Invoice Date March 23, 2022

Client ID: 09897 Matter ID: 0001  
 RE: STOLZ RECEIVERSHIP

## FOR PROFESSIONAL SERVICES RENDERED THROUGH February 28, 2022

Date	Professional	Narrative	Hours	Amount
02/01/22	FDH	Work on reply brief and issues re accounting and turnover call with Receiver, FCC counsel and bankruptcy counsel re court hearing and strategy.	1.50	1,650.00
02/02/22	FDH	<del>Completion of reply brief to 9th Circuit</del> work on collection of materials for accounting.	<del>1.25</del> .75	<del>1,375.00</del> 825.00
02/23/22	FDH	Review of document requests, work on information needed for response to turnover requirements, emails with bankruptcy counsel.	1.50	1,650.00
02/24/22	FDH	<del>Begin work on appeal and</del> continued work on turnover and asset issues.	<del>6.00</del> 3.00	<del>6,600.00</del> 3,300.00

SUMMARY OF PROFESSIONAL SERVICES

PROFESSIONAL	TYPE	HOURS	HOURLY RATE	AMOUNT
FRED D. HEATHER	Partner	21.75	1,100.00	23,925.00